

## STATE OF NEW HAMPSHIRE

**FILED**

SEP 22 1983

ARTICLES OF INCORPORATION  
OF  
D.R. KEY CORPORATIONNEW HAMPSHIRE  
SECRETARY OF STATE

THE UNDERSIGNED, ACTING AS INCORPORATORS OF A CORPORATION UNDER THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is D.R. KEY CORPORATION.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 293-A and the principal purpose or purposes for which the corporation is organized are:

General construction and contracting, including utility construction.

FOURTH: Approval, license or permit from another New Hampshire agency, board or commission required prior to receiving a Certificate of Incorporation from the Secretary of State, has been obtained from -- (none needed).

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is:

300 shares of common stock, without par value. All of such stock shall be of the same class.

SIXTH: Provisions, if any, for the limitation or denial of preemptive rights:

No shareholder shall have any preemptive rights with respect to any shares or securities of the corporation.

SEVENTH: Provisions for the regulation of the internal affairs of the corporation:

1. The initial by-laws of the corporation shall be adopted by the directors at an organizational meeting. Such by-laws may be altered, amended or repealed only by a majority vote of the shareholders at any regular or special meeting called in accordance with the terms of the by-laws then in effect.

2. The sale of any stock of the corporation shall be subject to the restrictions on transfer set forth in the by-laws, and all certificates or other evidence of such stock, shares or securities of the corporation shall bear a legend which gives appropriate notice of such restrictions.

EIGHTH: The address of the initial registered office of the corporation is 29 School Street, Lebanon, New Hampshire 03766, and the name of its initial registered agent at such address is Patrick T. Hayes.

NINTH: The number of directors constituting the initial board of directors of such corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

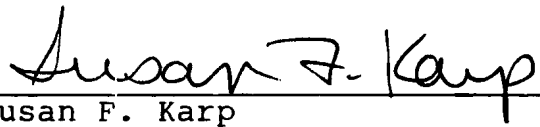
<u>Name</u>	<u>Address</u>
Daniel R. Key	Plainfield Road W. Lebanon, NH 03784
Lori B. Key	Plainfield Road W. Lebanon, NH 03784

TENTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Patrick T. Hayes	Burnahm Wood Rd. Lebanon, NH 03766
Susan F. Karp	Laro St. Lebanon, NH 03766

Dated: September 20, 1983

  
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Patrick T. Hayes

  
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Susan F. Karp